

**FILED**  
 SUPERIOR COURT OF CALIFORNIA  
 COUNTY OF ORANGE  
 CIVIL COMPLEX LITIGATION CENTER

**JUN 08 2007**

(Exempt from filing fees  
 under Govt. Code, § 6103)

ALAN BLATER, Clerk of the Court  
 P. RIBB

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 Orange County Water District

9  
 10 SUPERIOR COURT OF THE STATE OF CALIFORNIA

11 IN AND FOR THE COUNTY OF ORANGE

12 ORANGE COUNTY WATER DISTRICT,

13 Plaintiff,

14 v.

15 NORTHROP CORPORATION; NORTHROP  
 GRUMMAN CORPORATION; AMERICAN  
 ELECTRONICS, INC.; MAG AEROSPACE  
 16 INDUSTRIES, INC.; GULTON  
 INDUSTRIES, INC.; MARK IV  
 17 INDUSTRIES, INC.; EDO CORPORATION;  
 AEROJET-GENERAL CORPORATION;  
 18 MOORE BUSINESS FORMS, INC.; AC  
 PRODUCTS, INC.; FULLERTON  
 19 MANUFACTURING COMPANY;  
 FULLERTON BUSINESS PARK LLC; and  
 20 DOES 1 through 400, inclusive,

21 Defendants.

) CASE NO. 04CC00715

) **~~PROPOSED~~ ORDER OF**  
 ) **DETERMINATION OF GOOD FAITH**  
 ) **SETTLEMENT**

) Complaint Filed: December 17, 2004  
 ) Trial Date: March 17, 2008

) Time: 9:30 a.m.  
 ) Dept.: CX104  
 ) Judge: Hon. Thierry P. Colaw

1 The Application of defendants The Alan and Kay Needle Trust Dated March 19, 1993,  
2 Country Affaire, Inc., Alan Needle, Kay Needle, Anaheim Extrusion Co., Inc., and Dominick  
3 Baione (the "Settling Defendants") dated May 7, 2007, for an order determining the good faith of  
4 a settlement having been presented to this Court; and

5 IT APPEARING TO THE SATISFACTION OF THE COURT that said application is  
6 made pursuant to Code of Civil Procedure section 877.6(a)(2), that on May 8, 2007, copies of  
7 said application, together with a notice of settlement and a copy of this proposed order, were  
8 served by certified mail with return receipt requested on all parties of record to this action; that  
9 Arnold Engineering Company filed but later withdrew its motion contesting the good faith  
10 settlement; and no notice of motion to contest the good faith of said settlement has been served  
11 or filed by any other party within the time allowed by Code of Civil Procedure section  
12 877.6(a)(2);

13 IT IS HEREBY ORDERED AND DETERMINED that the settlement between plaintiff  
14 Orange County Water District and defendants The Alan and Kay Needle Trust Dated March 19,  
15 1993, Country Affaire, Inc., Alan Needle, Kay Needle, Anaheim Extrusion Co., Inc., and  
16 Dominick Baione, on the other hand, as described in said application was made and entered into  
17 in good faith within the meaning of Code of Civil Procedure section 877.6, and shall have the  
18 effect as set forth in Code of Civil Procedure section 877.6.

19 IT IS FURTHER ORDERED THAT all claims and causes of action for indemnity,  
20 equitable comparative contribution, and partial or comparative indemnity filed or to be filed  
21 against the Settling Defendants are barred and dismissed as against the Settling Defendants.

22  
23 Dated: 6/8/07

  
JUDGE OF THE SUPERIOR COURT